

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

Law Department

888 Union Station Building • Chicago, Illinois 60606

RECORDATION NO. 9136-B Filed & Recorded

JAMES A. ROMANYAK
General Attorney

DEC 27 1977-12 15 PM

INTERSTATE COMMERCE COMMISSION RECORDATION NO. 9136 Filed & Recorded

December 21, 1977

DEC 27 1977-12 15 PM

RECORDATION NO. 9136-C INTERSTATE COMMERCE COMMISSION Filed & Recorded

Mr. H. G. Homme, Jr.
Acting Secretary
Interstate Commerce Commission
Washington, D.C. 20423

RECORDATION NO. 9136-A Filed & Recorded

DEC 27 1977-12 15 PM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Homme:

Pursuant to the provisions of Section 20c of the Interstate Commerce Act, as amended, and the regulations of the Interstate Commerce Commission promulgated thereunder, there are herewith transmitted for filing and recording the following documents:

- (a) an original and two certified true copies of an "Equipment Lease Agreement Between Chicago, Milwaukee, St. Paul and Pacific Railroad and the Regional Transportation Authority" which document is dated November 7, 1977;
- (b) an original and two certified true copies of each of the three following documents:
 - Equipment Lease Supplement No. 1, dated November 30, 1977
 - Equipment Lease Supplement No. 2, dated December 1, 1977
 - Equipment Lease Supplement No. 3, dated December 20, 1977

The above three Supplements have been executed pursuant to and in accordance with the above Equipment Lease Agreement, and are to be attached under Appendix A of said Agreement.

The names and addresses of the parties to said Lease Agreement are as follows:

Regional Transportation Authority, Lessor
Post Office Box 3858
Chicago, Illinois 60654

7-3511110

Date DEC 27 1977

Fee \$ 80

ICC Washington, D. C.

Mr. H. G. Homme

Page 2

Chicago, Milwaukee, St. Paul and Pacific Railroad
Company, Lessee
Union Station
516 West Jackson Boulevard
Suite 888
Chicago, Illinois 60606

A general description of the equipment covered by said Lease Agreement and Supplements Nos. 1, 2 and 3, is as follows:

chb
~~6~~ new F-40-PH diesel-electric locomotives manufactured by Electro-Motive Division of General Motors Corporation bearing the following RTA numbers, names and manufacturer's serial numbers:

<u>RTA Numbers</u>	<u>Name</u>	<u>Serial Numbers</u>
118	McHenry County	76062-19
120	Village of Woodstock	76062-21
121	Lake County	76062-22
122	Village of Deerfield	76062-23
123	Village of Libertyville	76062-24
124	City of Lake Forest	76062-25

The above-identified Equipment Lease Agreement and Supplements Nos. 1, 2 and 3 have not heretofore been recorded with the Interstate Commerce Commission. Please accept the enclosures for recordation stamp the originals of the Agreement and the originals of the three Supplements with the appropriate recordation number, date and hour of recordation, and notation and return them with your fee receipt to my delivering messenger.

The filing and recordation fee in the amount of \$80.00 in respect of these documents is submitted herewith.

Yours very truly,

CHICAGO, MILWAUKEE, ST. PAUL
AND PACIFIC RAILROAD COMPANY

By *James W. Ramsey*
General Attorney

cc: Mr. S. J. Barry
Mr. William G. McMaster, Jr. Esq.

APPENDIX A

EQUIPMENT LEASE SUPPLEMENT NO. 3

RECORDATION NO. 9136
DEC 27 1977-12 12 PM
INTERSTATE COMMERCE COMMISSION

This Equipment Lease Supplement No. 3 is entered into as of December 20, 1977, by and between the REGIONAL TRANSPORTATION AUTHORITY ("Authority"), and CHICAGO, MILWAUKEE, ST. PAUL and PACIFIC RAILROAD COMPANY ("Railroad").

1. The purchase by the Authority of the Equipment described in this Equipment Lease Supplement has been funded in part by the Urban Mass Transportation Administration of the United States Department of Transportation ("UMTA") (Project IL-03-0052), and by the Illinois Department of Transportation ("IDOT") (Project CAP-74-043 -FED).

2. The Authority and Railroad have entered into an Equipment Lease Agreement dated November 7, 1977 ("Equipment Lease Agreement"), which provides for the execution and delivery from time to time of Equipment Lease Supplements in the form hereof for the purpose of leasing railroad bi-level commuter cars and locomotives under the Equipment Lease Agreement as and when delivered by the Authority to Railroad in accordance with the terms thereof.

3. The Authority hereby delivers and leases to Railroad under the Equipment Lease Agreement, and Railroad hereby accepts and leases from the Authority under the Equipment Lease Agreement, on this date, the following described Units (the "Delivered Units"):

Manufacturer: EMD Electro-Motive, Div. of General Motors Corp.

Description: F-40-PH

Specifications: RTA 76-4

Lease Term: December 20, 1997

Manufacturer's numbers: 766062-23 & 766062-25

RTA numbers: 122 & 124

Railroad numbers: NONE

Funded by UMTA Project IL-03-0052 and IDOT Project CAP-74-043-FED.

4. Railroad hereby confirms to the Authority that, as between Railroad and the Authority, Railroad has accepted the Delivered Units for all purposes of this Equipment Lease Supplement and of the Equipment Lease Agreement. Railroad hereby certifies and acknowledges that each Delivered Unit (a) has been delivered to, and inspected by, Railroad, (b) is of a size, design, capacity and manufacture acceptable to Railroad for lease under this Equipment Lease Supplement and the Equipment Lease Agreement, (c) is suitable for Railroad's purposes, and (d) is in good working order, repair and condition.

5. All of the terms and provisions of the Equipment Lease Agreement are hereby incorporated by reference in this Equipment Lease Supplement to the same extent as if fully set forth herein.

IN WITNESS WHEREOF, the Authority and Railroad have caused this Equipment Lease Supplement to be duly executed as of the date and year first written above.

REGIONAL TRANSPORTATION AUTHORITY

By: Bernard J. [Signature]

CHICAGO, MILWAUKEE, ST. PAUL AND
PACIFIC RAILROAD COMPANY

By: Stephen J. Barry [Signature]

Subscribed and Sworn to
before me this 20th day
of December, 1977.

Joanne H. Easton [Signature]
Notary Public

- 2 -

My Commission Expires, 19, 1978

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 21st day of December, 1977, before me personally appeared S. J. Barry, to me personally known, who, being by me duly sworn, says that he is Director-Passenger Services of Chicago, Milwaukee, St. Paul & Pacific Railroad Company, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


NOTARY PUBLIC

My commission expires December 28, 1980

ACKNOWLEDGEMENT

State of Illinois)
)
County of Cook) SS
)

On this 20th day of December, 1977,
before me personally appeared Bernard J. Ford,
(Name)

to me personally known, who being by me duly sworn,
says that he is the Director of Transportation
(Title)

of the Regional Transportation Authority of the State of
Illinois, that such Authority has no seal, that the
foregoing Equipment Lease Supplement was signed on behalf
of said Authority by authority of its Board of Directors,
and he acknowledged that the execution of the foregoing
Equipment Lease Supplement was the free act and deed of
said Authority.

(SEAL)

Martha L. Martin

My commission expires June 30, 1981

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

Barbara Gemata
NOTARY PUBLIC

My commission expires December 28, 1980